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Company GUC Trust - Appellee

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

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In re	: Chapter 11 Case No.
MOTORS LIQUIDATION COMPANY, <i>et al.</i> , f/k/a General Motors Corp., <i>et al.</i>	: 09-50026 (REG)
Debtors.	: (Jointly Administered)
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**MOTORS LIQUIDATION COMPANY GUC TRUST'S STATEMENT
OF ISSUE PRESENTED ON APPEAL AND COUNTER-DESIGNATION
OF ADDITIONAL ITEMS TO BE INCLUDED IN THE RECORD ON
APPEAL IN CONNECTION WITH THE APPEAL OF DAVID A. RADKE**

Pursuant to Rule 8006 of the Federal Rules of Bankruptcy Procedure, the Motors Liquidation Company GUC Trust (the “**GUC Trust**”), formed by the above-captioned debtors (collectively, the “**Debtors**”)¹ in connection with the Debtors’ Second Amended Joint Chapter 11 Plan, dated March 18, 2011 (as may be amended, supplemented, or modified from time to time, the “**Plan**”) submit the following statement of issue presented on appeal and counter-designation of additional items to be included in the record in connection with the appeal of

¹ The Debtors are Motors Liquidation Company (f/k/a General Motors Corporation) (“**MLC**”), MLCS, LLC (f/k/a Saturn, LLC), MLCS Distribution Corporation (f/k/a Saturn Distribution Corporation), MLC of Harlem, Inc. (f/k/a Chevrolet-Saturn of Harlem, Inc.), Remediation and Liability Management Company, Inc. (“**REALM**”), and Environmental Corporate Remediation Company, Inc. (“**ENCORE**”).

David A. Radke (“**Radke**” or “**Appellant**”) from (i) the September 6, 2011 supplemental order (ECF No. 10782) (the “**Supplemental Order**”) of the United States Bankruptcy Court for the Southern District of New York (the “**Bankruptcy Court**”) (Gerber, J.) granting the Debtors’ 147th Omnibus Objection to Claims (Claims for Equity Interests) (ECF No. 8820) (the “**Omnibus Objection**”) with respect to Radke’s Proof of Claim No. 63113 (“**Radke’s Claim**”).²

STATEMENT OF ISSUE ON APPEAL

Did the Bankruptcy Court err in issuing the Supplemental Order with respect to Radke’s Claim?

COUNTER-DESIGNATION OF RECORD

Designation Number	Date of Filing	ECF Number	Description
1	6/01/2009	21	Affidavit of Frederick A. Henderson Pursuant to Local Bankruptcy Rule 1007-2
2	6/27/2009	2649	Amended and Restated Master Sale & Purchase Agreement and Certain Exhibits and Schedules Thereto
3	7/05/2009	2967	Decision on Debtors’ Motion for Approval of (1) Sale of Assets to Vehicle Acquisition Holdings LLC; (2) Assumption and Assignment of Related Executory Contracts; and (3) Entry into UAW Retiree Settlement Agreement
4	7/05/2009	2968	Order (I) Authorizing Sale of Assets Pursuant to Amended and Restated Master Sale and Purchase Agreement with NGMCO, Inc., a U.S. Treasury-

² While the Debtors had objected to the Radke’s Claim, the GUC Trust is the proper Appellee because, pursuant to the Plan, the GUC Trust now has the exclusive authority to prosecute and resolve objections to Disputed General Unsecured Claims (as defined in the Plan).

This counter-designation designates certain items that have been designated in Appellant’s Designation of Items to be Included in the Record and Statement of Issues (ECF No. 11003) (“**Radke’s Designation**”) to avoid any confusion regarding such items because Radke’s Designation failed to provide the ECF number with respect to certain items. The GUC Trust reserves the right to amend this counter-designation of items to be included in the record on appeal. For items designated, the designation includes all documents referenced within the particular document number, including, without limitation, all exhibits, attachments, declarations, and affidavits related thereto.

Designation Number	Date of Filing	ECF Number	Description
			Sponsored Purchaser; (II) Authorizing Assumption and Assignment of Certain Executory Contracts and Unexpired Leases in Connection with the Sale; and (III) Granting Related Relief
5	7/06/2009	2985	Errata Order re: Decision on Debtors' Motion for Approval of (1) Sale of Assets to Vehicle Acquisition Holdings LLC; (2) Assumption and Assignment of Related Executory Contracts; and (3) Entry into UAW Retiree Settlement Agreement
6	7/16/2009	3193	Memorandum and Order of U.S. District Court Judge Lewis A. Kaplan in an M-47 Proceeding
7	9/02/2009	3940	Motion for Order Establishing the Deadline for Filing Proofs of Claim Against MLC, MLCS, LLC, MLCS Distribution Corporation, MLC of Harlem, Inc., and MLC of Harlem, Inc.
8	9/16/2009	4079	Order Establishing the Deadline for Filing Proofs of Claim Against MLC, MLCS, LLC, MLCS Distribution Corporation, MLC of Harlem, Inc., and MLC of Harlem, Inc.
9	10/14/2009	4238	Affidavit of Service of Order Establishing the Deadline for Filing Proofs of Claim Against MLC, MLCS, LLC, MLCS Distribution Corporation, MLC of Harlem, Inc., and MLC of Harlem, Inc.
10	10/23/2009	4290	Certificate of Publication of the Notice of the Deadline for Filing Proofs of Claim Against MLC, MLCS, LLC, MLCS Distribution Corporation, MLC of Harlem, Inc., and MLC of Harlem, Inc.
11	11/16/2009	4445	Motion for Order Establishing the Deadline for Filing Proofs of Claim Against REALM and ENCORE
12	12/2/2009	4586	Order Establishing the Deadline for Filing Proofs of Claim Against REALM and ENCORE
13	12/18/2009	4681	Order Establishing the Deadline for Filing Proofs of Claim with Respect to Claims Relating to Certain Properties
14	10/23/2009	4724	Certificate of Publication of Notice of the Deadline for Filing Proofs of Claim Against REALM and ENCORE

Designation Number	Date of Filing	ECF Number	Description
15	1/25/2010	4877	Affidavit of Publication of Notice of the Deadline for Filing Proofs with Respect to Claims Relating to Certain Properties
16	4/14/2010	5493	Memorandum and Order of U.S. District Court Judge Naomi Reice Buchwald
17	4/29/2010	5674	Memorandum and Order of U.S. District Court Judge Robert W. Sweet
18	8/31/2010	6830	Disclosure Statement for Debtors' Joint Chapter 11 Plan
19	12/07/2010	8014	Disclosure Statement for Debtors' Amended Joint Chapter 11 Plan
20	12/07/2010	8015	Debtors' Amended Joint Chapter 11 Plan
21	12/08/2010	8023	Disclosure Statement for Debtors' Amended Joint Chapter 11 Plan
22	12/08/2010	8043	Order (I) Approving Notice of Disclosure Statement Hearing; (II) Approving Disclosure Statement; (III) Establishing a Record Date; (IV) Establishing Notice and Objection Procedures for Confirmation of the Plan; (V) Approving Notice Packages and Procedures for Distribution thereof; (VI) Approving the Forms of Ballots and Establishing Procedures for Voting on the Plan; and (VII) Approving the Forms of Notices to Non-Voting Classes Under the Plan, Dated December 8, 2010
23	1/07/2011	8449	Affidavit of Service of Jane Sullivan, Sworn to on January 6, 2011, of Solicitation Documents to Holders of Debt Securities
24	1/14/2011	8607	Affidavit of Service of Patrick M. Leathem, Sworn to on January 14, 2011, of the (1) Disclosure Statement for Debtors' Amended Joint Chapter 11 Plan Dated December 8, 2010, with all Exhibits, Including, Among Other Documents, the Debtors' Amended Joint Chapter 11 Plan, with All Exhibits Thereto; (2) Order (I) Approving Notice of Disclosure Statement Hearing; (II) Approving Disclosure Statement; (III) Establishing a Record Date; (IV) Establishing Notice and Objection Procedures for Confirmation of the Plan; (V) Approving Notice Packages and Procedures for Distribution Thereof; (VI) Approving the Forms of Ballots and Establishing Procedures for Voting on

Designation Number	Date of Filing	ECF Number	Description
			<p>the Plan; and (VII) Approving the Forms of Notices to Non-Voting Classes under the Plan; (3) Notice of (I) Approval of Disclosure Statement; (II) Establishment of Record Date; (III) Hearing on Confirmation of the Plan and Procedures for Objecting to Confirmation of the Plan; and (IV) Procedures and Deadline for Voting on the Plan; (4) Letter from Official Committee of Unsecured Creditors Dated December 10, 2010; (5) Notice of Deadline for Filing Administrative Proofs of Claim; (6) a Customized Ballot for Accepting or Rejecting Amended Joint Chapter 11 Plan of Motors Liquidation Company (f/k/a General Motors Corporation) and Its Affiliated Debtors for Class 3 (General Unsecured Claims), Together with a Postage Prepaid Return Envelope; (7) a Master Ballot for Accepting or Rejecting Amended Joint Chapter 11 Plan of Motors Liquidation Company (f/k/a General Motors Corporation) and Its Affiliated Debtors for Class 5 (Asbestos Personal Injury Claims), Together with a Return Envelope; (8) a Non-Customized Individual Ballot for Accepting or Rejecting Amended Joint Chapter 11 Plan of Motors Liquidation Company (f/k/a General Motors Corporation) and Its Affiliated Debtors for Class 5 (Asbestos Personal Injury Claims); (9) Notice of Non-Voting Status to Unimpaired Classes: Class 1 (Secured Claims), Class 2 (Priority Non-Tax Claims), and Class 4 (Property Environmental Claims); and (10) Notice of Non-Voting Status to Impaired Class: Class 6 (Equity Interests in MLC)</p>
25	1/18/2011	8673	<p>Affidavit of Publication of Debra Wolther, Sworn to on January 18, 2011, of the Notice of (I) Approval of Disclosure Statement; (II) Establishment of Record Date; (III) Hearing on Confirmation of the Plan and Procedures for Objecting to Confirmation of the Plan; (IV) Procedures and Deadline for Voting on the Plan; and (V) Administrative Expense Claim Bar Date</p>
26	1/21/2011	8788	<p>Amended Affidavit of Publication of Debra Wolther, Sworn to on January 21, 2011, of Notice of (I) Approval of Disclosure Statement; (II) Establishment of Record Date; (III) Hearing on Confirmation of the Plan and Procedures for</p>

Designation Number	Date of Filing	ECF Number	Description
			Objecting to Confirmation of the Plan; (IV) Procedures and Deadline for Voting on the Plan; and (V) Administrative Expense Claim Bar Date
27	1/25/2011	8820	Debtors' 147th Omnibus Objection to Claims (Claims for Equity Interests)
28	1/28/2011	8948	Affidavit of Service of Danielle Zahaba of Notice of and Debtors' 147th Omnibus Objection to Claims (Claims for Equity Interests)
29	2/16/2011	9285	Objection to Debtors' 147th Omnibus Objection to Claims (Claims for Equity Interests) filed by David Radke
30	2/22/2011	9327	Supplemental Affidavit of Service of Jane Sullivan, Sworn to on February 21, 2011, of Solicitation Documents to Holders of Debt Securities
31	2/22/2011	9389	Debtors' Memorandum of Law in Support of Confirmation of Amended Joint Chapter 11 Plan and Response to Objections to Plan
32	2/24/2011	9439	Declaration of Jeffrey S. Stein of the Garden City Group, Inc. Certifying the Methodology for the Tabulation of Votes on and Results of Voting with Respect to the Debtors' Amended Joint Chapter 11 Plan
33	2/24/2011	9449	Declaration of Jane Sullivan of Epiq Bankruptcy Solutions, LLC Regarding Voting On, and Tabulation of, Ballots Accepting and Rejecting the Debtors' Amended Joint Chapter 11 Plan, with Respect to Class 3 Debt Securities
34	3/02/2011	9697	Transcript of Hearing Held on March 1, 2011
35	3/07/2011	9607	Order Granting Debtors' 147th Omnibus Objection to Claims (Claims for Equity Interests)
36	3/10/2011	9727	Affidavit of Service of Alison Moodie of Order Granting Debtors' 147th Omnibus Objection to Claims (Claims for Equity Interests)
37	3/18/2011	9836	Debtors' Second Amended Joint Chapter 11 Plan
38	3/29/2011	9941	Findings of Fact and Conclusions of Law and Order Pursuant to Sections 1129(A) and (B) of the Bankruptcy Code and Rule 3020 of the Federal Rules of Bankruptcy Procedure Confirming Debtors' Second Amended Joint Chapter 11 Plan

Designation Number	Date of Filing	ECF Number	Description
39	4/06/2011	10056	Notice of Occurrence of Effective Date of Debtors' Second Amended Joint Chapter 11 Plan
40	5/03/2011	10151	Notice of (I) Entry of Order Confirming Debtors' Second Amended Joint Chapter 11 Plan and (II) Occurrence of Effective Date
41	6/17/2011	10451	Motors Liquidation Company GUC Trust's Omnibus Reply to Responses to 147th, 148th, 151st through 156th, 210th and 214th Omnibus Objections to Claims (Claims for Equity Interests)
42	6/20/2011	10465	Affidavit of Service of Kimberly Gargan of Motors Liquidation Company GUC Trust's Omnibus Reply to Responses to 147th, 148th, 151st through 156th, 210th and 214th Omnibus Objections to Claims (Claims for Equity Interests)
43	8/03/2011	10667	Transcript of Hearing Held on July 27, 2011
44	8/09/2011	10670	Notice of Presentment of Proposed Supplemental Order Granting 147th Omnibus Objection to Claims
45	8/11/2011	10694	Affidavit of Service of Kathy-Ann Awkward of Notice of Presentment of Proposed Supplemental Order Granting 147th Omnibus Objection to Claims
46	9/06/2011	10782	Supplemental Order Granting Debtors' 147th Omnibus Objection to Claims (Claims for Equity Interests)
47	9/07/2011	10800	Affidavit of Service of Barbara Keane of Supplemental Order Granting Debtors' 147th Omnibus Objection to Claims
48	9/16/2011	10903	Notice of Appeal filed by David Radke
49	9/29/2011	11003	Designation of Items to be Included in the Record and Statement of Issues filed by David Radke
50	6/1/2009 – 10/7/2011	N/A	Docket for <i>Motors Liquidation Company, et al.</i> (<i>f/k/a General Motors Corp. et al.</i>), Ch. 11 Case No. 09-50026 (REG) for 6/1/2009 through 10/7/2011

Dated: October 7, 2011
New York, New York

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